

09-13-2002

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102221170

Attorney Docket
No.: 9835-8

To the Assistant Commissioner of Patents and Trademarks: Please record the attached original documents or copy thereof.

1. Name of conveying party(ies):

Pharmaplan GmbH

9.11.02

2. Name and address of receiving party(ies):

Pharmaplan International GmbH
Borkenberg 14
61440 Oberursel i. Ts.
GERMANY

OFFICE OF PUBLIC RECORDS
2001 SEP 11 AM 10:17
FINANCE SECTION

3. Nature of conveyance:

- Assignment
- Security Agreement
- Other:
- Merger
- Change of Name (Certificate of Register with English translation of Register)

Effective Date: December 17, 2001

4. Application number(s) or patent number(s):

If this document is being filed together with a new application, the execution date of the application is:

Patent Application No.(s):

B. Patent No.(s): 5,613,951

Additional numbers attached? Yes No

5. Name and address of party to whom correspondence document should be mailed:

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Direct Dial: (215) 965-1270
Facsimile: (215) 965-1210
E-Mail: wschwarze@akingump.com

6. Total number of applications and patents involved: [1]

7. Total fee (37 C.F.R. 3.41) Cal. 1 x \$40.00 = \$ 40.00

- Check enclosed
- Authorized to be charged to deposit account

8. Deposit account number: 50-1017
(Billing No.: 209835.0008)

DO NOT USE THIS SPACE

9. Statement and signature

To the best of my knowledge and belief, the foregoing information is true and correct and any attached copy is a true copy of the original document.

William W. Schwarze
Name of Person Signing

William W. Schwarze
Signature

September 6, 2002
Date

Total number of pages including cover sheet, attachments and document: [0]

OMB No. 0651-0011 (exp. 4/94)

09/12/2002 TDIAZ1 00000141 5613951

01 FC:581

40.00 DP

HRB 1550

Zeilner
24680

Hundertert

Tausender

a) Tag der Eintragung
und Unterschrift
b) Bemerkungen

Rechtsverhältnisse

Prokura

Vorstand
Persönlich haftende
Gesellschafter
Geschäftsführer
Abwickler

Grund-
oder
Stammkapital
DM

a) Firma
b) Sitz
c) Gegenstand des Unternehmens

1	2	3	4	5	6	7
22				Gesamtprokura mit einem Geschäfts- führer: Arnulf Dietl, Waldens		a) 15. Dezember 1997. <i>Schulz</i> b) Amm. Sdb. 2 Bl. 121-124
23				Die Prokuren Manfred Pett und Friedbert Wolfgang Kiefenz sind erloschen.		a) 08. Februar 1999 <i>Schulz</i> (Buhlmann) b) Anm. Sdb. III Bl. 125, 126
24				Die Prokura Morten Schlothauer ist erloschen.		a) 22. Februar 2000 <i>Schulz</i> (Buhlmann) b) Anm. Sdb. III Bl. 1
25				Die Prokura Douglas Kelly ist erloschen.		a) 27. März 2000 <i>Schulz</i> (Buhlmann) b) Anm. Sdb. III Bl. 2
26				Die Prokura Arnulf Dietl ist erloschen.		a) 18. Dezember 2000 <i>Lemp</i> (Lemp) b) Anm. Sdb. III Bl. 3

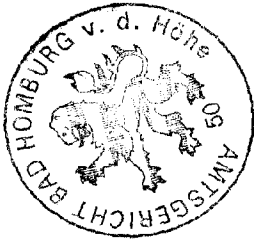
1	2	3	4	5	6	7
a) Firma b) Sitz c) Gegenstand des Unternehmens	Grund- oder Stammkapital DM	Vorstand Persönlich haftende Geschäftsführer Abwickler	Prokura	Rechtsverhältnisse	a) Tag der Eintragung und Unterschrift b) Bemerkungen	
27 a) Pharmaplan International GmbH	3	4 Hughes Leroux, geb. am 23.03.1947, Nogengs sur Marne, Frankreich	5	6 Durch Beschluß der Gesellschafter- versammlung vom 13. März 2001 sind die Firma der Gesellschaft und der Gesellschaftsvertrag in § 1 Abs. 1 (Firma) und § 3 (Stamm- einlagen) geändert worden. Hughes Leroux ist zum Geschäfts- führer bestellt. Er ist berechtigt, mit sich im eigenen Namen oder als Vertreter eines Dritten Rechtsgeschäfte der Gesellschaft vorzunehmen (§ 181 BGB).	7 a) 26. April 2001 <i>Lempp</i> (Lempp) b) Gesellschaftsvertrag Bl. 39 ff. SB. 3	
28 b) Oberursel (Taunus)	550.000,- EURO				a) 17. Dezember 2001 <i>Lempp</i> (Lempp) b) Gesellschaftsvertrag Bl. 57 ff. SB. III	

Es wird darauf hingewiesen, daß die unter-
zeichneten Teile der Eintragung gelöscht sind

Pharmazellen G
Bad Homburg v. d. Höhe
2
a) Firma
b) Sitz
c) Gegenstand des Unternehmens
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Vorstehende Abschrift stimmt mit den
Eintragungen im Register wörtlich überein.
Bad Homburg v. d. Höhe, 14.02.02

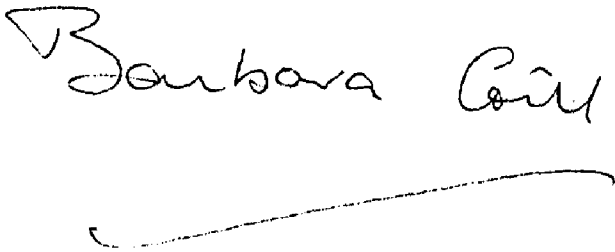
Yung Justizangestellte
als Urkundsbeamtin der Geschäftsstelle
des Amtsgerichts



CERTIFICATE

I, Barbara Gill, of 102 Crowborough Road, London SW17 9QG, England, hereby declare that I am conversant with the German and English languages and that to the best of my knowledge and belief the attached English translation is a true and correct translation of the original text.

Signed this 18th day of April 2002

Handwritten signature of Barbara Gill in cursive script, with a long horizontal flourish underneath.

Field of business	Original or ordinary share capital DM	Board of directors General partners Managing directors Liquidators	Proxy	Legal statuses	a) Date of entry and signature b) Notes
Pharmaplan GmbH Advice, Planning, Implementation			<p>Joint signature with a managing director or an attorney: <u>Dr. Andreas Paech, Bad Homburg</u></p>	<p>By decision of the partners meeting of 21st June 1993, the firm of the company and the company contract have been changed in § 1 (Firm), § 3 (Ordinary share capital, ordinary share) and § 7 (Representation). At the same time, the company contract has been supplemented by § 9a (Use of profit and loss).</p>	<p>a) 19th July 1993 (Signature) Company contract Page 14 ff., Page 1 Application S 2 Page 1 b) 14th September 1993 (Signature) Application 2 Page 21</p>
			<p><u>Dr. Reiner Vehrenkamp is no longer managing director.</u></p>		
			<p>The proxy <u>Dr. Andreas Peach</u> is cancelled.</p>		<p>a) 20th June 1999 (Signature) b) Application Sd Page 24</p>
			<p>Joint signature with a managing director: <u>Morten Schlothauer, Frankfurt/Main,</u> <u>Manfried Pett, Wiesbaden.</u></p>		<p>a) 19th June 1999 (Signature) b) Appl. Sdb. 2 Page 25-30</p>
	<p>Diploma Businessman <u>Udo Werlé</u> <u>Lampertheim</u></p>			<p><u>Dr. Gerd Edgar Krick and Dr. Matthias Schmidt</u> are no longer managing directors. <u>Udo Werlé is appointed managing director.</u></p>	<p>a) 5th November 1996 (Signature) b) Appl. Sdb. 2 Page 31</p>
	<p>Diploma Economist <u>Rainer Hohmann,</u> <u>Bochum</u></p>		<p>Joint signature with a managing director: <u>Friedbert Wolfgang Kiefenz,</u> <u>Bad Homburg,</u> <u>Douglas Kelly, Heidelberg.</u></p>	<p>The managing directors <u>Georg Jakobi and Udo Werlé</u> are authorised by themselves in their own name or as representative of a third party to carry out legal transactions of the company (§ 181 BGB).</p>	<p>a) 26th March 1997 (Signature) b) Appl. Sdb. 2 Page 48-56</p>
				<p>By decision of the partners meeting of 18th July 1997 and by decision of the partners meeting of PIC Pharmaceutical Industry Consulting GmbH with residence in Heidelberg of the same date, the last-mentioned company is amalgamated on the basis of the amalgamation of 6th March 1997 by transferring their assets as a whole to Pharmaplan GmbH Advice, Planning. Implementation according to § 2 No. 1 in conjunction with §§ 46 ff. UmwG. <u>Udo Werlé is no longer managing director.</u> <u>Rainer Hohmann is appointed managing director.</u> He is entitled, by himself in his own name or as representative of a third</p>	<p>a) 26th November 1997 (Signature) b) Appl. Page 57 ff. II; transferred company hitherto AG Heide Iberg HRB 5141</p>

entry	b) Residence c) Field of business	of ordinary share capital DM	General partners Managing directors Liquidators	Proxy	Legal statuses	a) Date of entry and signature b) Notes
1	2	3	4	5	6	7
22				<u>Joint signature with a managing director: Arnulf Dietl, Waldems</u>		a) 15 th December 1997 (Signature) b) Appl. Sdb. 2 Page 121-124
23				<u>The proxies Manfred Pett and Friedbert Wolfgang Klevenz are cancelled.</u>		a) 8 th February 1999 (Signature) (Buhlmann) b) Application Sdb. III Page 125, 126
24				<u>The proxy Morten Schlothauer is cancelled.</u>		a) 22 nd February 2000 (Signature) (Buhlmann) b) Application Sdb. III Page 1
25				<u>The proxy Douglas Kelly is cancelled.</u>		a) 27 th March 2000 (Signature) (Buhlmann) b) Application Sdb. III Page 2
26				<u>The proxy Arnulf Dietl is cancelled.</u>		a) 18 th December 2000 (Signature) (Lempp) b) Application Sdb. III Page 3

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of entry	b) Residence c) Field of business	or ordinary share cap DM	board of directors General partners Managing directors Liquidators	Proxy	Legal statuses	a) Date of entry and signature b) Notes
2/	a) Pharmaplan International GmbH	3	Hugues Leroux, born 23.3.1947, Nogents sur Marne, France	5	By decision of the partners meeting of 13 th March 2001, the firm of the company and the company contract have been changed in § 1 Section 1 (Firm) and § 3 (Ordinary share). Hugues Leroux is appointed managing director. He is authorised by himself in his own name or as representative of a third party to carry out legal transactions of the company (§ 181 BGB).	a) 26 th April 2001 (Signature) (Lempp) b) Company contract Page 39 ff. SB. 3

Above copy agrees verbatim with the entries in the commercial register.

Handwritten signature

19.07.01

Registrar of the office



No. of entry	a) Firm b) Residence c) Field of business	Original or ordinary share capital DM	Board of directors General partners Managing directors Liquidators	Proxy	Legal statuses	a) Date of entry and signature b) Notes
1	2	3	4	5	B	7
29	b) Oberursel (Taunus)	550.000 EUROS			By decision of the partners meeting of 1 st October 2001, the residence of the company has been moved from Bad Homburg v.d.H. to Oberursel (Taunus) and the ordinary share capital of the company converted to EUROS and increased by 38,708.12 EUROS to 550,000 EUROS. The company contract has been changed in § 1 Section 2 (Residence), § 3 (Ordinary share capital) § 4 Section 2 (Additional payment obligation) and § 6 Section 3 (Right to vote).	a) 17 th December 2001 b) Company contract Page 57 ff. SB. III (Lempp)
	Concerns: Pharmaplan International GmbH 61440 Oberursel (Borkenberg 14)					
	Sincerely (Signature)					